



RECORDATION NO. 30185

FILED

APR 23 '12 -4 35 PM

Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

SURFACE TRANSPORTATION BOARD

Main (312) 803-8880
Fax (312) 803-8890

April 23, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Full Service Lease Agreement dated November 9, 2011 between the following parties:

Lessor: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

Lessee: Frac Tech Services, LLC
777 Main Street, Suite 3000
Fort Worth, TX 76102

A description of the railroad equipment covered by the enclosed document is:

200 railcars as more particularly set forth in the exhibit attached to the document with markings FTIX 1400 – FTIX 1599.

This filing is to appear in the index as follows: Memorandum of Full Service Lease Agreement dated November 9, 2011.

Please file this as a primary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager of Contract Administrator/Paralegal

Enclosure

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF NET LEASE AGREEMENT
BETWEEN
MITSUI RAIL CAPITAL, LLC
("LESSOR")**

AND

**FRAC TECH SERVICES, LLC
("LESSEE")**

NOVEMBER 9, 2011

This Memorandum of Net Lease Agreement is made and entered into as of November 9, 2011 by and between Mitsui Rail Capital, LLC, a Delaware limited liability company, ("**Lessor**") and Frac Tech Services, LLC, a Texas limited liability company ("**Lessee**").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor two hundred (200) 2012 Trinity built 3281 cubic foot capacity Covered Hopper Railcars bearing marks and numbers as follows:


See Exhibit 1 attached hereto.

2. The Net Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Net Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR:

MITSUI RAIL CAPITAL, LLC

By: 
Print Name: John O'Bryan
Title: President

LESSEE:

FRAC TECH SERVICES, LLC

By: 
Print Name: Dan Patterson
Title: Chief Accounting Officer

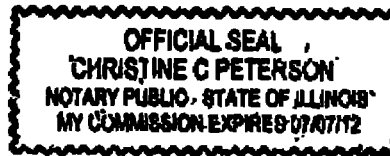
STATE OF ILLINOIS

COUNTY OF COOK

On this 11th day of November, 2011, before me personally appeared John O'Bryan to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Christie C Peterson
NOTARY PUBLIC

My commission expires: 7/7/12



STATE OF TEXAS

COUNTY OF TARRANT

On this 7th day of NOVEMBER, 2011, before me personally appeared David Patterson to me personally known, who being by me duly sworn, says that he is the Chief Accounting Officer of Frac Tech Services, LLC that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

David Jay Miller
NOTARY PUBLIC

My commission expires: 10/31/2015

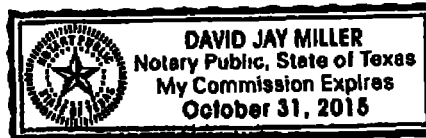


EXHIBIT 1
CAR MARKS AND NUMBERS

FTIX 1400 – 1599 (both inclusive)